The Management Discussion and Analysis ("MD&A") is an overview of the activities of Prominex Resource Corp. ("Prominex" or the "Company") for the year ended April 30, 2011. This MD&A should be read in conjunction with the Company's audited financial statements for the year ended April 30, 2011, and the notes attached thereto. The effective date of this MD&A is August 25, 2011. The Company's audited financial statements are prepared in accordance with Canadian generally accepted accounting principles ("Canadian GAAP"). All figures are in Canadian dollars. Additional information related to the Company is available for viewing on the Company's website www.prominex.ca and on SEDAR at www.sedar.com.

The following MD&A is management's assessment of the Company's operations and financial results, together with future prospects. This MD&A contains certain forward-looking information. All information, other than historical facts included herein, including without limitation data regarding potential mineralization, exploration results and plans and objectives of the Company, is forward-looking information that involves various risks and uncertainties. There can be no assurance that such information will prove to be accurate and future events and actual results could differ materially from those anticipated in the forward-looking information.

It is the Company's policy that forward-looking statements are based on the Company's beliefs and assumptions and on information available at the time these assumptions are made. The forward looking statements contained herein are as of August 25, 2011, and are subject to change after this date, and the Company assumes no obligation to publicly update or revise the statements to reflect new events or circumstances, except as may be required pursuant to applicable laws. Although management believes that the expectations represented by such forward-looking information or statements are reasonable, there is significant risk that the forward-looking information or statements may not be achieved, and the underlying assumptions thereto will not prove to be accurate. Forward-looking information or statements in this MD&A include, but are not limited to, information or statements concerning our expectations for our ability to raise capital and meet our obligations.

Actual results or events could differ materially from the plans, intentions and expectations expressed or implied in any forward-looking information or statements, including the underlying assumptions thereto, as a result of numerous risks, uncertainties and other factors such as those described above and in "Risks and Uncertainties" below. The Company has no policy for updating forward-looking information beyond the procedures required under applicable securities laws.

DESCRIPTION OF BUSINESS

The Company is a mineral exploration company engaged in acquiring and exploring mineral properties, and holds interests in properties located in the province of Newfoundland and Labrador, Canada. The Company's properties are currently at an "exploration stage." To date, the Company is dependent on the equities market to finance all of its activities and it will continue to rely on this source of funding for its exploration expenditures and to meet its ongoing working capital requirements. The common shares of the Company are listed on the TSX Venture Exchange (the "Exchange") under the symbol "PXR". The

Company's head office is in Vancouver, BC, Canada. The Company also maintains an exploration office in Buchans, NL.

OVERALL PERFORMANCE

At present, the Company holds interests directly and through joint ventures in two mineral projects in central Newfoundland, Tulks Hill and Lake Bond. Prominex has expended $1,694,938 in exploration and acquisition costs on these projects. The Company's mineral properties are in good standing and no significant expenditures are required at Tulks Hill until 2013. Lake Bond will require further expenditures by October 17, 2011, of $50,000.

Property Expenditure Milestone

In November 2007, Prominex earned an undivided 51% interest in the Tulks Hill mineral licence. Prominex is the operator of an unincorporated joint venture with Buchans Minerals Corporation ("Buchans") formerly Royal Roads and earns a 10% management fee from the joint venture.

SELECTED ANNUAL INFORMATION

Annual Financial Data – 2009 to 2011

Year Ending April 30	***2011***	***2010***	***2009***
Net loss ($)	$327,982	699,487	360,263
Net loss per share-basic & diluted ($)	(0.007)	(0.02)	(0.01)
Current assets ($)	338,028	103,447	34,642
Total Assets ($)	2,032,966	1,761,693	1,683,051
Total Liabilities ($)	549,695	490,490	344,340
Working capital (deficiency) ($)	(211,667)	(387,043)	(309,698)
Equity/(deficit) ($)	1,483,271	1,271,203	1,338,711
Cash dividends ($)	Nil	Nil	Nil

RESULTS OF OPERATIONS

Net loss for the year ended April 30, 2011, is $327,982 or ($0.007) per share compared to a net loss for the year ended April 30, 2010 of $699,487 ($0.02) per share. The net loss for 2011 was largely due the accounting for a stock option compensation of $111,300 and management consulting fees of $114,671.

The net loss for 2010 was largely due to the accounting for a share warrant extension on 11,840,000 common share purchase warrants (the "PXR Warrants"). Originally, each PXR Warrant entitled the holder thereof to purchase one common share of Prominex at any time until July 22, 2009 at a purchase price of C$0.13 per common share. The PXR Warrants expired on July 22, 2010 and remained unexercised. Excluding this item, the loss for the 2010 fiscal year is comparable to fiscal 2011.

SUMMARY OF QUARTERLY RESULTS

Canadian GAAP

	2011 Q4	*2011 Q3 Restated*	*2011 Q2*	*2011 Q1*	*2010 Q4*	*2010 Q3*	*2010 Q2*	*2010 Q1*
Loss from operations	74,817	169,017	47,715	36,433	594,169	52,199	41,736	11,383
Future income tax	-	-	-	-	-	-	-	-
Net loss	74,817	169,017	47,715	36,433	594,169	52,199	41,736	11,383
Net loss per share/ basic & diluted	0.002	0.003	0.001	0.001	0.01	0.001	0.001	0.000
Current assets	338,028	78,092	52,460	48,304	103,447	29,452	41,533	55,851
Total assets	2,032,966	1,748,125	1,710.706	1,706,550	1,761,693	1,676200	1,684,450	1,697,149
Total liabilities	549,695	527,635	518,498	471,780	490,490	328,267	284,106	255,071
Working capital (deficiency)	(211,667)	(449,453)	(466,038)	(423,476)	(387,043)	(298,815)	(242,573)	(199,220)
Equity (deficit)	1,483,271	1,220,490	1,192,208	1,234,770	1,271,203	1,347,933	1,400,344	1,442,078
Cash dividends	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

FOURTH QUARTER

Prominex's loss before income taxes for the fourth quarter (Q4) was $74,817 (2010 – ($594,169)). The decrease in loss in the Q4 2011 compared to Q4 2010 is primarily due to a share warrant award of $332,604 and decrease in management fees and consulting fees. There were no unusual expenses incurred during the quarter.

On April 29, 2011, the Company closed a non-brokered equity private placement (See news release April 13th, 2011) by the issuance of 7,235,000 units at CAD $0.05 per unit for gross proceeds of $361,750.00. Each unit consists of one common share ("Common Share") and one full common share purchase warrant ("Warrant"). Each warrant will be exercisable at CAD $0.10 into one common share for a period of 12 months from Closing. The company incurred finders' fees of $19,000.

RESTATEMENT OF FINANCIAL STATEMENTS FOR 3RD QUARTER ENDING JANUARY 31, 2011

The restatement of the third quarter financial statements was due to an error in the calculation of cost of the stock option awards. The restatement of the third quarter financial statements was due to an error in the calculation of cost of the stock option awards and the cost of share warrants. The original and restated amounts are:

	Original	Restated
Stock option awards	$162,000	$111,300
Share warrants	$ 79,000	$ 11,400

FINANCIAL CONDITION, LIQUIDITY AND CAPITAL RESOURCES

The Company's cash balance at April 30, 2011, was $290,103 compared to $67,568 for the year ended April 30, 2010. There was $449,750 in cash provided in financing activities related to the issuance of common shares in January and April 2011.

Future Funding

The Company has historically financed its activities principally by sale of equity securities and while it has been successful in the past, there can be no assurances it will be successful in the future. The recoverability of exploration costs is dependent upon the ability of the Company to obtain financing to fund and complete the development of such reserves or through the sale of the licenses.

On August 16, 2011, the Company announced a $550,000 non-brokered private placement of flow through shares for the continuing exploration program at Tulks Hill.

DISCLOSURE OF OUTSTANDING SHARE CAPITAL

The Company has unlimited share capital and as at April 30, 2011, there were 58,320,890 shares issued and outstanding as compared to 49,325,890 as at April 30, 2010. The Company completed two non-broker private placements during the year ended April 30, 2011.

MINERAL PROPERTIES AND DEFERRED EXPLORATION COST

The Company has investigated title to its mineral properties and all of its properties are in good standing. The Company's mineral properties are located in Newfoundland and Labrador, Canada.

Tulks Hill Project

On December 15, 2005, the Company entered into an option agreement to acquire a 51% interest in a property known as Tulks Hill located in central Newfoundland. In November 2007, the Company earned a 51% interest by completing the requirements under the option agreement. In July 2008, the Company received a National Instrument (NI) 43-101 *Standards of Disclosure for Mineral Projects* ("NI 43-101") compliant technical report on the Tulks Hill property (the "Tulks Hill Property"). The Tulks Hill Property is subject to net smelter return royalty ranging from 2.0% to 2.25% on certain of the claims.

The Company has announced that the summer/fall exploration program on its Tulks Hill volcanogenic massive sulphide project located in central Newfoundland will commence on August 29, 2011. Prominex is the operator of the Tulks Hill Property with a 51% interest in a joint venture with Buchans, which holds the remaining 49% interest. In accordance with the terms of the joint venture agreement, Buchans has notified the Company that it will not be participating in this year's exploration program and will dilute its interest, which may be approximately 10% upon completion of the $500,000 program planned for 2011. The 2011 exploration program will consist of prospecting and surface evaluation in areas identified in the 2006 exploration program and a 2,800 m diamond-drilling program.

The following summary is from the NI 43-101 technical report on the Tulks Hill Property, Newfoundland and Labrador, Canada, prepared for the Tulks Hill joint venture between Prominex (operator) and Buchans Mineral Corporation. Prepared by Hrayr Agnerian, M.Sc. (Applied), P. Geo. of Scott Wilson RPA on July 22, 2008:

"The T3 Lens of the Tulks Hill deposit contains some 431,000 tonnes of Indicated mineral resources at an average grade of 0.89% Cu, 3.97% Zn, 1.61% Pb, 35.09 g/t Ag and 1.17 g/t Au. The 1.1% CuEq cut-off grade is based on a minimum 2 m horizontal thickness of mineralization. The drilling by Prominex at Tulks Hill has confirmed the earlier results by Asarco Inc." "There is good potential for the discovery of additional Cu-Zn-Pb-Ag-Au mineralization northeast, southwest, and southeast of the T3 Lens and at other targets within Mineral Licence 10212M. These targets have geological and geophysical characteristics that are similar to the T3 Lens."

T3 Lens – Mineral Resources above the Adit

			Grade				
Zone	***Category***	***Tonnes***	***% Cu***	***% Zn***	***% Pb***	***g/t Ag***	***g/t Au***
2	Indicated	290,000	0.91	5.03	2.00	38.81	1.24
3	Indicated	30,000	0.52	2.67	1.53	61.52	0.59
Total	**Indicated**	**320,000**	**0.87**	**4.81**	**1.96**	**40.94**	**1.18**

Mineral Resources below the Adit and Elsewhere

			Grade				
Zone	***Category***	***Tonnes***	***% Cu***	***% Zn***	***% Pb***	***g/t Ag***	***g/t Au***
1	Indicated	4,000	0.79	1.09	0.41	26.19	0.31
2	Indicated	44,000	0.76	1.77	0.56	19.53	2.76
3	Indicated	5,000	0.52	2.46	1.39	57.95	0.66
4	Indicated	58,000	1.12	1.42	0.60	15.09	0.06
Total	**Indicated**	**111,000**	**0.94**	**1.55**	**0.60**	**18.24**	**1.15**

Lake Bond

On December 28, 2006, the Company entered into an option agreement (the "Reid Option Agreement") to acquire a 100% interest (the "Option") in a property known as Reid Lot 50, Lake Bond (the "Reid Property") located in central Newfoundland. Under the terms of the Reid Option Agreement, in order to acquire the Option, the Company must expend $50,000 on exploration and development of the Reid Property by October 17, 2010. The Reid Option Agreement has been extended to October 17, 2011 to allow the Company additional time to complete the expenditures. The property is subject to a net smelter return royalty of 2.0%, of which the Company can purchase 1.0% for $1,000,000.

Deferred Exploration Costs

	Tulks Hill Property	Lake Bond Property	Total
Balance, April 30, 2010	$1,604,274	$53,972	$1,658,246
Additions during year			
Geological consultant	5,900	5,000	10,900
Project management	10,000	-	10,000
Assessments and licences	-	10,888	10,888
Travel	3,678	1,226	4,904
	19,578	17,114	36,692
Balance, April 30, 2011	$1,623,852	$71,086	$1,694,938

OFF BALANCE SHEET TRANSACTIONS

The Company does not have any off balance sheet transactions.

TRANSACTIONS WITH RELATED PARTIES

During the year ended April 30, 2011, the Company paid or accrued $18,468 in rent and office expenses to an officer and director, (2010 - $15,636) to a company associated with an officer and director) which was charged to loss for the period. During the year, the Company paid or accrued $130,715 in consulting fees to directors and officers, (2010 - $221,218) which was charged to loss for the period. During the year the Company paid or accrued $2,890 in secretarial services to a director (2010 - $Nil) which was charged to loss for the period.

These transactions were in the normal course of operations and are measured at the exchange value and at an amount of consideration established and agreed to by the related parties.

PROPOSED TRANSACTIONS

The Company does not currently have any proposed transaction approved by the Board of Directors. All current transactions are fully disclosed in the audited financial statements for the year ending April 30, 2011.

INVESTOR AWARENESS

The Company does not have an investor awareness program. Currently, the president provides shareholder communication. The Company will continue some investor awareness initiatives including investor conference participation and print, radio and web media advertising of the Company and its prospective properties. The Company maintains a summary of corporate and technical information on its website and provides links to regulatory, government, and other sources of information.

RISKS AND UNCERTAINTIES

The Company's continuation as a going concern is dependent on its ability to raise sufficient and appropriate equity financing to fund and complete the development of its mineral properties and attainment of future profitable operations. While the Company has been successful in the past in financing its activities there can be no assurances it will be successful in the future.

Companies involved in the mineral exploration industry face many risk factors. While it is not possible to eliminate all the factors inherent in the mineral exploration business, the Company, through ongoing assessment, strives to mitigate these risks to ensure the protection of its assets.

Exploration and Development Risk

Mineral exploration and development involves a high degree of risk and few properties will become producing mines. There is no assurance that any mineral resources identified and defined will be mined commercially. The Company attempts to mitigate these risks by conducting exploration programs and studies using qualified contractors and personnel who will make professional recommendations based upon the findings of these studies.

Risk in Resource/Reserve Calculations and Estimation of Metal Recoveries

There is a degree of uncertainty attributable to the calculation of mineral resources and mineral reserves and corresponding grades and all mineral resources and mineral reserves and grades should be treated as estimates only.

Financing Risk

The Company has limited financial resources and relies upon the issuance of share capital to raise funds. The Company's management is aware that the availability of equity funds at favourable terms is not certain, so the financial requirements of the Company's operations are reviewed at least quarterly to allow for timely changes in capital deployment. The Company has been successful in the past in obtaining financing from the placement of equity, however there can be no assurance that it will obtain adequate financing in the future or that the terms of such financing will be favourable.

Political and Legislative Risk

The Company's properties are located in Canada in the province of Newfoundland and Labrador. Any changes in regulations or shifts in political conditions are beyond the control of the Company and may adversely affect its business. Operations may be affected, to varying degrees, by changes in federal or provincial legislation and regulations and the effects of any changes cannot be accurately predicted. The Company identifies changes and potential changes in environmental legislation, provincial laws and regulations, and 'best practices guidelines' as sources of potential risk in this regard.

Business Cycle Risk

General market conditions and the price of precious and base metals will have an impact on the Company's ability to access financing in the future to continue the exploration of its properties and further the Company's long-term plan. Changes in cyclical market direction may have a positive or negative affect the Company. Changes in general market conditions are beyond the control of the Company.

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

In connection with Exemption Orders issued in November 2007, the Chief Executive Officer and Chief Financial Officer ("CFO") of the Company will file a Venture Issuer Basic Certificate with respect to the financial information contained in the unaudited interim financial statements and the audited annual financial statements and respective accompanying MD&A.

In contrast to the certificate under Multilateral Instrument 52-109 *Certification of Disclosure in Issuer's Annual and Interim Filings* ("MI 52-109"), the Venture Issuer Basic Certificate does not include representations relating to the establishment and maintenance of disclosure controls and procedures and internal control over financial reporting, as defined in MI 52-109.

USE OF FINANCIAL INSTRUMENTS

Fair value estimates of financial instruments are made at a specific point in time based on relevant information about financial markets and specific financial instruments. As these estimates are subjective in nature, involving uncertainties and matters of significant judgment, they cannot be determined with precision. Changes in assumptions can significantly affect estimated fair values. The foregoing means, in simple terms, that the carrying value on the balance sheet of cash and cash equivalents, receivables, payables and accrued liabilities approximate their fair value because of the short-term nature of these instruments.

CHANGES IN ACCOUNTING POLICIES INCLUDING INITIAL ADOPTION

Future Accounting Pronouncements

International Financial Reporting Standards ("IFRS")

The Canadian Accounting Standards Board announced its decision requiring all publicly accountable entities to report under IFRS. This decision establishes standards for financial reporting with increased clarity and consistency in the global marketplace. These standards are effective for interim and annual financial statements relating to fiscal years beginning on or after January 1, 2011, and are applicable for the Company on May 1, 2011.

While IFRS incorporates a conceptual framework similar to Canadian GAAP, there are differences with respect to recognition, measurement, and disclosure that the Company is beginning to assess. The Company's date of transition to IFRS will be May 1, 2010.

In furtherance of the transition to IFRS, our CFO has attended several IFRS seminars given by the Certified General Accountants Association of BC. The objective of the training was to become aware of the timing of IFRS, comparing Canadian GAAP to IFRS and IFRS as it applies to the mining industry. Our CFO continued training during Q4 of 2011. Post-implementation will involve continuous monitoring of changes in IFRS and continuing to develop and maintain IFRS competencies by addressing training requirements throughout the organization.

A review of the IFRS conversion process has been performed which highlighted key differences between Canadian GAAP and IFRS. The following is a list of IFRS standards that may have a potential impact on the financial statements of the Company and are most relevant to the Company's conversion process.

Exploration and Evaluation of Mineral Resources

IFRS allows the costs of exploration for and evaluation of mineral resources to be expensed as incurred or capitalized, in accordance with the entity's selected accounting policy. The Company's policy is to capitalize the exploration expenses, unless the Company has not obtained the legal rights of the property or has already written off the property. IFRS requires that exploration costs be classified as either tangible or intangible assets, a segregation not being done under Canadian GAAP.

Impairment of Assets

Like IFRS, Canadian GAAP requires an impairment testing when there is an indicator of impairment, except that under IFRS, the Company must assess if there is an indicator each reporting date. This might trigger more impairment testing under IFRS. Unlike IFRS, Canadian GAAP always recognizes impairment losses in the statement of earnings because the revaluations of long-lived assets are not permitted.

Flow through Shares / Deferred Income Taxes

Flow-through shares are a Canadian tax incentive, which is the subject of specific guidance under Canadian GAAP; however, there is no equivalent IFRS guidance. Under IFRS the emerging accounting, treatment is different from Canadian GAAP, which may also affect deferred income tax. Under IFRS, a policy adopted by many is the premium paid for flow-through shares is measured at fair value, compared to the market value of the shares without the flow through features at the time of issue and is credited to flow-through share liability. At the time the qualifying expenditures are incurred the amount is reversed and recorded as deferred tax liabilities. Any difference between the flow-through share liability and the deferred tax liability is recognized as deferred tax expense or recovery. The Company is evaluating the impact on transition date related to its flow through share financing deals.

Financial statement presentation and disclosure

Financial statement presentation and disclosure differ under IFRS and the Company is evaluating the presentation and disclosures required under IFRS. In addition, IFRS requires an entity to present for each component of equity, reconciliation between the carrying amount at the beginning and end of the period, separately disclosing each change. The Company is reviewing the impact this will have on transition related to its 'contributed surplus' account.

Conclusion

The Company is currently evaluating the financial impact of between Canadian GAAP and IFRS but does not anticipate the conversion to IFRS will have a significant impact on the Company's reported financial amounts. Significantly enhanced financial statement disclosure will be required under IFRS. The Company does expect to meet all reporting deadlines in its conversion to IFRS.

Business Combinations

In January 2009, the CICA issued Handbook Sections 1582 "Business Combinations", 1601 "Consolidated Financial Statements" and 1602 "Non-Controlling Interests" which replace CICA Handbook Sections 1581 "Business Combinations" and 1600 "Consolidated Financial Statements". Section 1582 establishes standards for the accounting for business combinations that is equivalent to the standard under IFRS. Section 1601 together with Section 1602 establishes standards for the preparation of consolidated financial statements. These sections are applicable for the Company's interim and annual consolidated financial statements for its fiscal year beginning on or after January 1, 2011.

DISCLOSURE FOR VENTURE ISSUERS WITHOUT SIGNIFICANT REVENUE

	For The Year Ended April 30	
	2011	**2010**
EXPENSES:		
Audit	30,000	43,260
Amortization	-	2,028
Bank charges and interest	8,483	6,725
Consulting wages and benefits	114,671	221,218
Insurance	-	2,526
Legal fees	1,393	2,065
Meals and entertainment	1,461	-
Office	8,108	3,070
Regulatory fees	10,844	14,236
Rent	25,606	21,036
Repairs	-	25,000
Secretarial services	2,890	2,879
Shareholder information	4,961	3,889
Share warrant award	-	332,604
Stock Option Compensation	111,300	-
Transfer agent and shareholder	6,482	13,126
Travel and entertainment	1,783	1,471
Total Expenses	327,982	695,133

OUTSTANDING SHARE DATA

Schedule of Share Capital as at April 30, 2011:

Authorized:	Unlimited common shares, without par value
Common shares Issued	58,320,890
Options outstanding	3,700,000
Warrants outstanding	8,995,000

Private Placements

On January 29, 2011, the Company announced that the Exchange had accepted for filing documentation with respect to the non-brokered private placement (the "November Placement") announced on November 11, 2010. Under the November Placement, the Company sold 1,760,000 units (each a "Unit") at a price of $0.05 per Unit for total proceeds of $88,000. Each Unit consists of one common share (a "Common Share") and one common share purchase warrant (a "Warrant"). Each Warrant will be exercisable at $0.10 into one common share for a period of 12 months from the date of issuance.

On April 29, 2011, the Exchange accepted for filing the documentation with respect to the non-brokered private placement (the "April Placement") announced on April 13, 2011. Under the April Placement, the Company sold 7,235,000 Units at a price of $0.05 per Unit for total proceeds of $361,750, less a finder's fee of $21,000 paid to arms' length parties. Each Unit consists of one Common Share and one Warrant. Each Warrant will be exercisable at $0.10 into one common share for a period of 12 months from date of issuance.

Stock Option Grant

On January 19, 2011, the Company granted 3,700,000 stock options to the officers and directors pursuant to the Company's incentive stock option plan. Each option is exercisable for one common share of Prominex at a price of $0.10 until January 19, 2016. The shareholders approved the grant of these options at the annual general meeting held on May 13, 2011. (Voting results of this meeting can be found on SEDAR www.sedar.com)

OUTLOOK

The Company has sufficient funds to maintain its listing and while the Company is conducting exploration on its properties in 2011, the size, scope, and objective(s) of the exploration activity is dependent upon access to additional funds and subject to the objective of limiting shareholder dilution, among other factors.

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The Board of Directors carries out its responsibility for the financial statements primarily through the audit committee, which comprises independent, non-executive directors who meet periodically with management and independent auditors to review financial reporting and internal control matters.

APPROVAL

The Board of Directors of the Company has approved the disclosure contained in this MD&A. A copy of this MDA is available upon request from the Company and is available for viewing on the Company website at www.prominex.ca or on SEDAR at www.sedar.com

DIRECTORS AND OFFICERS

Gordon Barron – President and CEO and Director

Mr. Barron has 30 years of experience in the evaluation and financing of mineral exploration projects. He is the founder of New Island Resources Inc. (1985) (NIS.TSX-V) and has provided various services to Prominex during the last six years.

Allan Innes – Corporate Secretary and CFO and Director

Mr. Allan Innes has over 20 years accounting experience and is the founder and president of Innes and Company, Certified General Accountants of North Vancouver, BC (1998). Mr. Innes began his career with Pannell Kerr MacGillivary, Chartered Accountants, in Toronto, as a junior and intermediate accountant and auditor from 1988 to 1991. In 1991, Mr. Innes moved to Vancouver, BC, to work as a senior accountant with Brendan Higgins, Chartered Accountants.

Dr. David Stirling – Director and Chair of Audit Committee and Compensation Committee Member

Dr. David Stirling has over 25 years' experience in post-secondary university education, development, research, and teaching in fields of Medicine and Education. Dr. Stirling has served as Chairman of Undergraduate Programs in the School of Kinesiology, Simon Fraser University; Assistant Academic Dean and Director of Research and Development Trinity Western University; Director of Development, Kodaikanal International Baccalaureate School, Tamil Nadu, India; and Vice President of University Development, Universario Nazarena, Costa Rica.

Gordon MacNiel – Director – Chair of the Compensation Committee and Audit Committee Member

Mr. MacNiel has 26 years' experience in the financial, investment and taxation arena and is the founder and president of Taurus Accounting Services Inc. of Vancouver, BC (2002). Having graduated from St. George's School in Vancouver in 1977, he attended Queen's University in Kingston Ontario, finishing his B.A. at UBC in 1984. He completed the Canadian Securities Course with honours later in 1984 and joined Investors Group as a financial planner from 1985-1988.

Mr. MacNiel moved on to a position with Canada Revenue Agency for two years in income tax and then two more years involved with the organization of the registration, compliance, collection and remittance processes of the GST for its implementation in 1991. He went into the private sector starting his own tax consulting business in late 1991 and his firm represents clients in personal and corporate tax accounting, planning, preparation, and filing.

Liliana Hartwig – Director and Audit Committee Member

Ms. Hartwig has 25 years' experience in communications and publishing of technical documentation particularly within the mining industry, and is the founder and Managing Director of LFH-FIELDSCOM Communications Ltd. in North Vancouver, BC (2010).